

Karen Brinkmann
(202) 637-2262
karen.brinkmann@lw.com

555 Eleventh Street, N.W., Suite 1000
Washington, D.C. 20004-1304
Tel: (202) 637-2200 Fax: (202) 637-2201
www.lw.com

LATHAM & WATKINS LLP

FIRM / AFFILIATE OFFICES

Boston	New Jersey
Brussels	New York
Chicago	Northern Virginia
Frankfurt	Orange County
Hamburg	Paris
Hong Kong	San Diego
London	San Francisco
Los Angeles	Silicon Valley
Milan	Singapore
Moscow	Tokyo
	Washington, D.C.

August 14, 2003

By Electronic Filing

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: Notice of *Ex Parte* Communication in CC Dockets 00-256, 96-45, 98-77
& 98-166 ("MAG Second Report & Order and Further Notice of
Proposed Rulemaking")

Dear Secretary Dortch:

On behalf of CenturyTel, Inc., on Wednesday, August 13, 2003, I met with the following individuals concerning the Commission's above-referenced proceedings:

Office of Chairman Powell: Christopher Libertelli
Office of Commissioner Adelstein: Scott Bergmann
Office of Commissioner Copps: Jessica Rosenworcel

In these meetings, we discussed CenturyTel's proposal for incentive regulation described in an *ex parte* filing by CenturyTel in these proceedings on December 23, 2002. I urged Commission action on CenturyTel's proposal, and emphasized the importance to CenturyTel of greater flexibility in the Commission's access charge pricing regime for rate-of-return carriers.

Please direct any questions concerning this matter to me.

Very truly yours,

Karen Brinkmann

cc: Christopher Libertelli
Scott Bergmann
Jessica Rosenworcel